

DECLARATION OF AVANTICOM

I, Rainer Palm, declare as follows:

i) I am a citizen of Germany and an employee of avanticom GmbH, a German corporation headquartered in Hamburg, Germany ("**avanticom**"). I make this declaration based on my own personal knowledge of the facts, or my review of records available to me as they are kept in the ordinary course of avanticom's business, and could and would testify competently thereto if called as a witness.

ii) avanticom has received several telephone calls over the past few weeks from an individual identifying himself as Mr. John Mattes, plaintiff's counsel in this matter, threatening avanticom with legal action if it did not clarify its prior statements to this Court. Also, on March 30, 2012, my partner and co-employee, Mr. Jens Nitzschke, received an e-mail from a different client of Mr. Mattes, Mr. David Keeports, threatening interference with avanticom's client relations throughout Germany. A copy of this e-mail is attached hereto as Exhibit A. This declaration is submitted to clarify the issues raised by Mr. Mattes and Mr. Keeports.

iii) As stated in my prior declarations, prior to November, 2008, Spectrum Interactive operated the pay telephones located at Leipzig International Airport in Leipzig, Germany ("**Leipzig Airport**"). avanticom purchased the rights to operate the payphones at Leipzig Airport in approximately October 2008 from the receiver who had been appointed to resolve Spectrum Interactive's operations. The rates set by Spectrum were taken over and did not change. At all times since November 1, 2008, avanticom has had the sole and exclusive right to operate the pay telephones located at Leipzig Airport. This includes the sole and exclusive right to dictate the telecommunication services to be offered, the disclosures contained at the pay telephones themselves, the caller prompts during a telephone call, who shall be allowed to

provide such telecommunication services, and the rates to be charged for the various services provided.

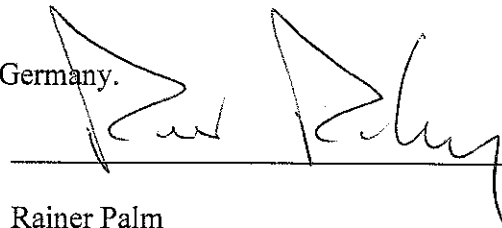
iv) The rates established by avanticom are used at all avanticom payphones throughout Germany. In other words, the rates charged by avanticom to use its payphones at the secure terminal in the Leipzig Airport are the same rates avanticom charges at its payphones located in other portions of the Leipzig Airport, as well as every other avanticom public payphone located throughout Germany. As such, any accusation that avanticom has somehow targeted the American military with its established rates is false. Also, the rates imposed by avanticom, which are based on a minimum five (5) minute call, are similar to the rates charged by avanticom's competitors in Germany for the same type of premium credit card payphone call.

v) Finally, as stated before, credit card and collect calling rates are not generally published at any public payphone in Germany, whether operated by avanticom or any other telecommunication company. As a result, at all times since November 1, 2008, avanticom has instructed BBG Global that rate information is to be made available to any payphone caller who desires to obtain credit card or collect calling rate information in accordance with the telecommunication practice in Germany, as well as German telecommunication law. This is typically done by providing a telephone number the caller can dial to obtain rate information, or prompting a caller to press a certain button at a certain time during the call before any charge is incurred by the customer. For purposes of the payphones located at the Leipzig Airport, avanticom has instructed BBG Global that this prompt is to occur shortly after the caller has entered certain information necessary to determine the type of call, termination destination and payment method. At that time, the caller is prompted to press "3" for rate information. If the caller presses "3," they are provided with a rate quote for the minimum call duration and extra

minute charges. If they do not press "3" when prompted, the caller's call is connected without further delay. This is precisely how rate information is disclosed at Leipzig Airport payphones, both in the secured and unsecured terminals, as well as at every other avanticom payphone located throughout Germany. As such, any accusation that the American military has been targeted with different disclosures than that made throughout Germany is false. Rate information is also available from all avanticom payphones by pressing "0" to speak with a live operator. Again, these disclosures are pursuant to avanticom's instructions as the entity responsible for operating the payphones at Leipzig Airport in accordance with German law and general German telecommunication practices.

I declare under penalty of perjury under the laws of Germany that the foregoing is true and correct.

Executed April 02, 2012 at Hamburg, Germany.



A handwritten signature in black ink, appearing to read 'Rainer Palm', is written over a horizontal line.

Rainer Palm